

KNR TIRUMALA INFRA PVT. LTD.

April 20, 2022

To
The Vice President
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051

Sub: Report on Corporate Governance for the Quarter ended 31st March, 2022

Ref: Disclosure in terms of Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In compliance of Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Report on Corporate Governance for the quarter ended 31st March 2022.

We hope you will find the same in order.

For KNR Tirumala Infra Private Limited



Sanjay Kumar
Company Secretary

Regd. Off: KNR House, 4th Floor, Plot No. 114, Phase -I, Kavuri Hills, Hyderabad – 500033
Corporate Off: Unit No.1901, 19th Floor, Tower B, World Trade Tower, Plot No.C-1, Sector 16, Noida-201301 (UP)
Phone: 040- 4026 8761 / 62, Fax: +91 40 4026 8760 E-mail: Compliance@kntipl.co.in
CIN: U45500TG2018PTC123857

KNR TIRUMALA INFRA PVT. LTD.

Name of the Company

KNR Tirumala Infra Private Limited

Quarter Ended

March 31, 2022

I. Composition of Board of Directors*:

| Title Mr./Ms | Name of the Director | PAN & DIN | Category (Chairperson/ Executive/ Non- Executive/ independent / Nominee) & | Initial Date of Appointmen t | Date of Re- appointme nt | Date of Cessation | Tenure in Months | Date of Birth | No. Of directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity |
|-----------------|------------------------|----------------------------------|--|---------------------------------------|--------------------------------|----------------------|------------------------|---------------|---|---|---|---|
| Mr. | Kamidi Narsimha Reddy | DIN: 00382412 PAN: AEMPK0219B | Non-Executive | 13/04/2018 | - | - | 49 | 08/06/1971 | 1 | 0 | 0 | 0 |
| Mr. | Kapil Nayyar | DIN: 00004058 PAN: ACYPN7183P | Independent Director | 30/12/2021 | - | - | 3 | 25/08/1978 | 0 | 0 | 4 | 3 |
| Mr. | Jayesh Ramniklal Desai | DIN: 00038123 PAN: AAMPD4038P | Independent Director | 30/12/2021 | - | - | 3 | 17/12/1966 | 0 | 0 | 4 | 0 |
| Mr. | Jalandhar Reddy Kamidi | DIN: 00434911 PAN: AEDPK2315K | Non-Executive | 13/04/2018 | - | - | 49 | 27/11/1948 | 1 | 0 | 2 | 0 |
| Mr. | Gaurav Malhotra | DIN: 09422131 PAN: AJYPM2063J | Non-Executive | 30/12/2021 | - | - | 3 | 28/12/1985 | 0 | 0 | 0 | 0 |

**The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of identification of directors for compliance with the composition of Board of Directors in terms of Regulation 17 of SEBI (LODR) Regulations, 2015.*

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II. Composition of Committee:

| Name of the Committee | Whether Regular chairperson appointed | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) | Date of Appointment | Date of Cessation |
|--|---------------------------------------|----------------------------|--|---------------------|-------------------|
| Audit Committee | No | Mr. Kapil Nayyar | Non-Executive Independent Director | 30.12.2021 | - |
| | | Mr. Jayesh Raminklal Deasi | Non-Executive Independent Director | 30.12.2021 | - |
| | | Mr. Gaurav Malhotra | Non-executive Director | 30.12.2021 | - |
| Nomination & Remuneration Committee | No | Mr. Kapil Nayyar | Non-Executive Independent Director | 30.12.2021 | - |
| | | Mr. Jayesh Raminklal Deasi | Non-Executive Independent Director | 30.12.2021 | - |
| | | Mr. Gaurav Malhotra | Non-executive Director | 30.12.2021 | - |
| Risk Management Committee (if Applicable)* | - | - | - | - | - |
| Stakeholders Relationship Committee | - | - | - | - | - |

*The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of formation of Risk Management Committee in terms of Regulation 21 of SEBI (LODR) Regulations, 2015.

III. Meeting of Board of Directors:

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met* | Number of Directors present* | Number of independent directors present* | Maximum gap between any two consecutive (in number of days) |
|---|---|------------------------------------|------------------------------|--|---|
| | | | | | |

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| | | | | | |
|------------|------------|-----|---|---|----|
| 06/11/2021 | 07/02/2022 | Yes | 3 | 2 | 38 |
| 23/12/2021 | | | | | |
| 30/12/2021 | | | | | |

**The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of identification of directors for compliance with the composition of Board of Directors in terms of Regulation 17 of SEBI (LODR) Regulations, 2015.*

IV. Meetings of Committee:

| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details)* | Number of Directors present* | Number of independent directors present* | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|--|------------------------------|--|---|---|
| 07/02/2022 | Yes | 3 | 2 | — | First Audit Committee Meeting after the Committee was constituted |

**The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of identification of directors for compliance with the composition of Board of Directors in terms of Regulation 17 and formation of committees in terms of Regulations 18-21 of SEBI (LODR) Regulations, 2015.*

V. Related Party Transaction: Not Applicable for the quarter ended March 31, 2022 since the NCDs of the Company was listed on April 18, 2022.

| Subject | Compliance Status (Yes/No/NA) |
|--|-------------------------------|
| Whether prior approval of audit committee obtained | |
| Whether shareholder approval obtained for material RPT | |

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| | |
|--|--|
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee | |
|--|--|

VI. Affirmations:

As stated above, the Company has listed its NCDs on April 18, 2022 and accordingly:

1. the Company is in the process of identification and appointment of Directors for compliance of the composition of Board of Directors in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. the Company has in place the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholders Relationship Committee – Not Applicable
 - d. Risk Management Committee (Under Process)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report ~~and/or the report submitted in the previous quarter~~ will be placed before Board of Directors in the next board meeting.

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This is for your information and record please.

Thanking you.

For KNR Tirumala Infra Private Limited



Sanjay Kumar
Company Secretary

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